



Entered on Docket  
December 08, 2009

A handwritten signature in black ink, appearing to read "Gregg W. Zive".

Hon. Gregg W. Zive  
United States Bankruptcy Judge

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEVADA

In re  
  
PTI HOLDING CORP., a Nevada  
corporation, et al.,  
  
Debtor.

Case Nos. BK-N-06-50140 through BK-N-06-50146

Administratively consolidated under:  
Case No BK-N-06-50140 GWZ  
Chapter: 11

**ORDER GRANTING JOINT MOTION  
OF PLAN DEBTORS, DISBURSING  
AGENT, AND CREDITORS'  
COMMITTEE FOR (A) FINAL DECREE  
AND ORDER CLOSING CASES;  
(B) ORDER APPROVING  
SETTLEMENT AGREEMENT WITH  
IRON MOUNTAIN; AND (C) OTHER  
RELIEF**

Hearing Date: December 1, 2009  
Hearing Time: 2:00 p.m.

THIS MATTER came before the Court for hearing on December 1, 2009, at 2:00 p.m. on the Joint Motion for (a) Final Decree and Order Closing Cases, (b) Order Approving Settlement with Iron Mountain, and (c) Other Relief(the "Motion") filed by PTI Holding Corp., PTI Top Company, Inc., London Fog Group, Inc., The Scranton Outlet

ORDER GRANTING MOTION TO CLOSE  
CASES, FOR FINAL DECREE AND OTHER  
RELIEF – 1

60845-0001/LEGAL17362397.1

**Perkins Coie LLP**  
1201 Third Avenue, Suite 4800  
Seattle, WA 98101-3099  
Phone: 206.359.8000  
Fax: 206.359.9000

1 Corp., The Mounger Corporation, and Pacific Trail, Inc. (collectively, the "Plan Debtors"),<sup>1</sup>  
 2  
 3 Marv Toland in his capacity as Disbursing Agent (as defined in the Plan) on behalf of the  
 4  
 5 Plan Debtors (the "Disbursing Agent"), and the Official Committee of Unsecured Creditors  
 6  
 7 (the "Committee"). Having reviewed the pleadings and other documents submitted by the  
 8  
 9 parties, the statements of counsel and the files and records in this matter, and now being  
 10  
 11 fully advised of the premises, the Court FINDS AND CONCLUDES FOLLOWS:  
 12  
 13

14  
 15 1. The Court has jurisdiction over these cases and all issues raised by the  
 16  
 17 Motion pursuant to 28 U.S.C. §§ 157(b) and 1334 and the consideration of the Motion  
 18  
 19 constitutes a core proceeding as defined in 28 U.S.C. §§ 157(b)(2).  
 20

21  
 22 2. On March 20, 2006 (the "Petition Date"), the Plan Debtors filed voluntary  
 23  
 24 petitions for relief under Chapter 11. Since the Petition Date, Debtors have continued to  
 25  
 26 operate their businesses and manage their properties as debtors and debtors in possession  
 27  
 28 pursuant to sections 1107(a) and 1108 of the Bankruptcy Code and, since the Effective Date  
 29  
 30 (as defined therein) of the Plan (as described below), the Plan Debtors have continued to  
 31  
 32 operate as reorganized debtors.  
 33

34  
 35 3. No trustee or examiner has been appointed in these Chapter 11 cases. The  
 36  
 37 Office of the United States Trustee appointed the Committee on March 27, 2006, as  
 38  
 39 amended on April 4, 2006.  
 40  
 41  
 42  
 43  
 44  
 45  
 46  
 47

---

<sup>1</sup> The term "Plan Debtors" specifically excludes Homestead Holdings, Inc., debtor in Case No. 06-50142.

1           4.       The Plan Debtors and the Committee filed their Joint Liquidating Plan of  
2  
3 Reorganization (the "Plan"), which was confirmed following a hearing on December 13,  
4  
5 2007, pursuant to an Order entered on January 8, 2008 (the "Confirmation Order").<sup>2</sup> All of  
6  
7 the Plan Debtors (not HHI) were substantively consolidated pursuant to the Plan and the  
8  
9 Confirmation Order. The Confirmation Order was not appealed and is final. The Effective  
10  
11 Date of the Plan was January 22, 2008.  
12  
13

14           5.       All contested matters and adversary proceedings in the Plan Debtors' cases  
15  
16 have been resolved other than the matters addressed in the Motion. The Plan Debtors'  
17  
18 estates have been fully administered other than (a) making the Final Distribution under the  
19  
20 Plan, (b) paying outstanding administrative expenses including professional fees, (c) filing  
21  
22 final tax returns, and (d) other ministerial tasks associated with closing of the cases.  
23  
24

25           6.       The settlement agreement (the "Iron Mountain Agreement") among Plan  
26  
27 Debtors and Iron Mountain Information Management, Inc. ("Iron Mountain") is reasonable  
28  
29 in light of the factors set forth in In re A & C Properties, 784 F.2d 1377, 1381-82 (9th Cir.  
30  
31 1986).  
32  
33

34           7.       Notice of the Motion and of the hearing thereon was timely, reasonable and  
35  
36 appropriate under the circumstances and provided in accordance with Bankruptcy Rules  
37  
38 2002.  
39  
40  
41  
42  
43

---

44  
45       <sup>2</sup> The Court also entered its findings of fact and conclusions of law on that date. On January 14, 2008, the  
46 Court entered an amended Order confirming the Plan, which included a copy of the Plan as an exhibit but  
47 otherwise was identical to the original Order.

1 8. Good cause exists to grant the relief requested in the Motion.  
2  
3

4 NOW THEREFORE, IT IS HEREBY ORDERED as follows:  
5

6 A. The Motion is hereby GRANTED;  
7

8 B. The following Chapter 11 cases are closed:  
9

10 PTI Holding Corp., Case No. 06-50140-gwz  
11 The Mounger Corporation, Case No. 06-50141-gwz  
12 PTI Top Company, Inc., Case No. 06-50153-gwz  
13 The Scranton Outlet Corporation, Case No. 06-50144-gwz  
14 Pacific Trail, Inc., Case No. 06-50145-gwz  
15 London Fog Group, Inc., Case No. 06-50146-gwz  
16  
17

18 C. The Disbursing Agent is hereby discharged of all duties to Plan Debtors and  
19 their estates other than making the Final Distribution, filing final tax returns, and other tasks  
20 reasonably necessary in connection with the closing of Plan Debtors' cases.  
21  
22

23 D. Plan Debtors are authorized to enter into the Iron Mountain Agreement,  
24 including making the payments required thereunder, and Iron Mountain's counsel is  
25 authorized to release to Iron Mountain any funds previously paid by Plan Debtors being held  
26 in counsel's trust account.  
27  
28

29 E. Any of the Plan Debtors' cases may be re-opened pursuant to 11 U.S.C. § 350  
30 for cause, including (1) to invoke this Court's jurisdiction to enforce or interpret its own  
31 Orders; and (2) to exercise this Court's jurisdiction retained as set forth in the Plan.  
32  
33

34 F. The Court's oral findings of fact and conclusions of law stated on the record  
35 at the hearing are incorporated herein pursuant to Fed.R.Civ.P. 52 as made applicable by  
36 Fed.R.Bankr.P. 7052.  
37  
38  
39  
40  
41  
42  
43  
44  
45  
46  
47

ORDER GRANTING MOTION TO CLOSE  
CASES, FOR FINAL DECREE AND OTHER  
RELIEF – 4

60845-0001/LEGAL17362397.1

**Perkins Coie LLP**  
1201 Third Avenue, Suite 4800  
Seattle, WA 98101-3099  
Phone: 206.359.8000  
Fax: 206.359.9000

# # #

Submitted by:

**BELDING, HARRIS & PETRONI**  
Stephen R. Harris, Bar No. 1463

**MCDONALD CARANO WILSON LLP**  
Kaaran E. Thomas, NV Bar No. 7193

and

and

**PERKINS COIE LLP**

**BUCHALTER NEMER**

By: /s/ Alan D. Smith  
Alan D. Smith, WSBA #24964  
Brian A. Jennings, WSBA #32509

By /s/ Jeffrey Garfinkle  
Jeffrey Garfinkle

Attorneys for Plan Debtors

Attorneys for Official Committee of  
Unsecured Creditors

**MARV TOLAND**, in his capacity as  
Disbursing Agent

/s/ Marv Toland  
Marv Toland

ORDER GRANTING MOTION TO CLOSE  
CASES, FOR FINAL DECREE AND OTHER  
RELIEF – 5

60845-0001/LEGAL17362397.1

**Perkins Coie LLP**  
1201 Third Avenue, Suite 4800  
Seattle, WA 98101-3099  
Phone: 206.359.8000  
Fax: 206.359.9000